

**IN THE UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF TENNESSEE
GREENEVILLE DIVISION**

**IN RE: KING PHARMACEUTICALS,
INC. SECURITIES LITIGATION**

No. 2:03-CV-77

**THIS DOCUMENT RELATES TO:
All Actions**

District Judge Thomas W. Phillips

Magistrate Judge Dennis H. Inman

WJP
**PROPOSED FINAL JUDGMENT AND ORDER AWARDING ATTORNEYS'
FEES AND REIMBURSEMENT OF LITIGATION EXPENSES**

The Court having held the Final Approval Hearing on January 9, 2007 and having considered the terms and conditions set forth in the Stipulation of Settlement dated as of July 31, 2006 between the Class Representatives and Defendants King Pharmaceuticals, Inc., the Individual Defendants, and the Underwriter Defendants (the "Stipulation");¹ all submissions made in connection with the proposed Settlement; and all prior proceedings in the Litigation;

NOW, THEREFORE, it is HEREBY ORDERED, ADJUDGED AND DECREED that:

1. This Judgment and Order incorporates by reference the definitions in the Stipulation, and all terms used herein shall have the same meanings as set forth in the Stipulation.
2. The Court has jurisdiction over the subject matter of the Litigation and over all parties to the Litigation, including all members of the Class.

¹ The Class Representatives are the Policemen and Firemen Retirement System of the City of Detroit, the Los Angeles County Employees Retirement Association, and Kathleen Crews. The Individual Defendants are Jefferson J. Gregory, John M. Gregory, Joseph R. Gregory, James E. Gregory, Brian G. Schrader, James R. Lattanzi, Kyle P. Macione, Rufus Henry Richards, Ernest C. Bourne, Frank W. DeFriece, Jr., D. Greg Rooker, Earnest W. Deavenport, Jr., Gregory D. Jordan, R. Charles Moyer, Richard C. Williams, and Dennis M. Jones. The Underwriter Defendants are Credit Suisse First Boston Corporation, J.P. Morgan Securities, Inc., Banc of America Securities, Inc., and UBS Warburg. King, the Individual Defendants and the Underwriter Defendants are referred to collectively herein as "Defendants."

3. Plaintiffs' counsel are awarded attorneys' fees in the amount of \$6,230,702.11, plus interest earned on such amount from the date of deposit of the Settlement Fund to the date of disbursement at the same rate earned by the Settlement Fund. This fee shall be paid from the Settlement Fund to Lead Counsel upon entry of this Order and as provided in the Stipulation.

4. Plaintiffs' counsel are further awarded \$1,598,811.08 as reimbursement for reasonable out-of-pocket expenses incurred in the prosecution of this Litigation, to be paid out of the Settlement Fund upon entry of the Order, plus interest earned on such amount from the date of deposit of the Settlement Fund to the date of disbursement at the same rate earned by the Settlement Fund.

5. Without affecting the finality of this Final Order, the Court hereby retains exclusive jurisdiction over the Litigation and the parties to the Settlement for all matters related to this Litigation, including the administration, interpretation, effectuation or enforcement of the Stipulation and this Final Order, and including any application for fees and expenses incurred in connection with the administration and distribution of the Settlement Fund to the Class.

6. There is not just reason for delay in the entry of this Order and immediate entry of this Order by the Clerk of the Court is expressly directed pursuant to Rule 54(b) of the Federal Rules of Civil Procedure.

Dated: JAN. 9, _____, 2007

Thomas W. Phillips
THE HONORABLE THOMAS W. PHILLIPS
UNITED STATES DISTRICT JUDGE